

that] TO REPAY the advance [will be repaid] if it is not ultimately determined that the corporate representative is entitled to be indemnified by the corporation.

(g) The indemnification provided by this section:

(1) Continues as to a corporate representative who has ceased to be a director, officer, employee, or agent and inures to the benefit of his heirs and personal representative; and

(2) Does not exclude any other rights to which a [defendant] CORPORATE REPRESENTATIVE or other person may be entitled under any bylaw, agreement, vote of stockholders or disinterested directors, or otherwise as to:

(i) Action in his official capacity; and

(ii) Action in another capacity while holding the office.

2-605.

Notwithstanding the provisions of § 2-604 of this subtitle, a majority of the entire board of directors, without action by the stockholders, may amend the charter of a corporation to:

(1) delete [the following] from the corporate name [:(1) The] THE word "The" [;] or [(2) The] THE name of [the city or county where the corporation was formed] A POLITICAL SUBDIVISION OR OTHER GEOGRAPHICAL LOCATION OF THE STATE;

(2) ABBREVIATE THE WORD "CORPORATION," "INCORPORATED," "COMPANY," OR "LIMITED" IN THE CORPORATE NAME; OR

(3) SUBSTITUTE IN THE CORPOTE NAME FOR ITS RESPECTIVE ABBREVIATION THE WORD "CORPORATION," "INCORPORATED," "COMPANY," OR "LIMITED."

2-607.

(a) Articles of amendment shall set forth the amendment and state:

(1) That the amendment was advised by the board of directors and approved by the stockholders; or

(2) That the amendment was approved by a majority of the entire board of directors and that:

(i) No stock entitled to be voted on the matter was outstanding or subscribed for at the time of approval; or